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U.S. SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or
 Section 30(f) of the Investment Company Act of 1940

Check box if no longer subject of Section 16. Form 4 or Form 5 obligations
 may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

Miller Larry F.

 (Last) (First) (Middle)
 Gannett Co., Inc. 1100 Wilson Boulevard

 (Street)
 Arlington Virginia 22234

 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Gannett Co., Inc. ("GCI")

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

April, 1999

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer
 (Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 Executive Vice President and Chief Financial Officer

7. Individual or Joint/Group Filing (Check applicable line)

Form filed by one Reporting Person
 Form filed by more than one Reporting Person

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 Table I -- Non-Derivative Securities Acquired, Disposed of,
 or Beneficially Owned
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| 1. Title of Security (Instr. 3) | 2. Transaction Date (mm/dd/yy) | 3. Transaction Code (Instr. 8) ----- Code V | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) | 6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4) | 7. Nature of Beneficial Ownership (Instr. 4) |
|---------------------------------------|---|--|--|------------------|----------|--|---|--|
| | | | Amount | (A) or (D) | Price | | | |
| Common Stock | 04/15/99 | M | 5,500 | A | \$23.625 | See Below | D | |
| Common Stock | 04/15/99 | S | 5,500 | D | \$70 | See Below | D | |
| Common Stock | 04/15/99 | M | 7,200 | A | \$32 | See Below | D | |
| Common Stock | 04/15/99 | S | 7,200 | D | \$70 | See Below | D | |

| | | | | | | | |
|--------------|-------------|---|--------|---|--------|-----------|-------|
| Common Stock | 04/26/99 | M | 14,400 | A | \$32 | See Below | D |
| Common Stock | 04/26/99 | S | 14,400 | D | \$75.5 | 100 | D |
| Common Stock | To 03/31/99 | | | | | 8,759.825 | I (1) |
| Common Stock | To 03/05/99 | | | | | 764.707 | I (2) |
| Common Stock | | | | | | 1,834 | I (3) |

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Print or Type Responses)

(Over)

(Form 4-07/98)

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 6. Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned at End of Month (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--------------------------------|--|-------------------------------------|---|--|---|--|---|
| Stock Options | \$23.625 | 04/15/99 | M | 5,500 | 12/13/98 12/13/02 | Common Stock | 5,500 0 | 0 | D | |
| Stock Options | \$32 | 04/15/99 | M | 7,200 | 12/12/99 12/12/03 | Common Stock | 7,200 0 | 21,600 | D | |
| Stock Options | \$32 | 04/26/99 | M | 14,400 | 12/12/99 12/12/03 | Common Stock | 14,400 0 | 7,200 | D | |

Explanation of Responses:

- (1) Held by the trustee of the Company's Deferred Compensation Plan, The Northern Trust Company.
 - (2) Held by the trustee of the Company's 401(k) Plan, Boston Safe Deposit and Trust Company.
 - (3) Held by spouse and/or immediate family member of reporting person. Beneficial ownership is disclaimed.
- /s/ Larry F. Miller

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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